

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re : **Chapter 11**
24 HOUR FITNESS : **Case No. 20-11558 (KBO)**
WORLDWIDE, INC., et al. :
Debtors.¹ : **(Jointly Administered)**
: **Re: Docket Nos. 12, 14, 127**

x

**CERTIFICATION OF COUNSEL REGARDING MOTION OF
DEBTORS FOR ENTRY OF INTERIM AND FINAL ORDERS
(I) AUTHORIZING DEBTORS TO PAY CERTAIN PREPETITION
OBLIGATIONS TO CRITICAL VENDORS AND (II) GRANTING RELATED RELIEF**

The undersigned hereby certifies that:

1. On June 15, 2020, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Obligations to Critical Vendors and (II) Granting Related Relief* (the “**Motion**”) [Docket No. 12] and *Supplemental Declaration of Daniel Hugo in Support of the Debtors’ Critical Vendors Motion* [Docket No. 14].
2. On June 16, 2020, the Court entered the *Interim Order (I) Authorizing Debtors to Pay Certain Prepetition Obligations to Critical Vendors and (II) Granting Related Relief* (the “**Interim Order**”) [Docket No. 127].

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are 24 Hour Holdings II LLC (N/A); 24 Hour Fitness Worldwide, Inc. (5690); 24 Hour Fitness United States, Inc. (8376); 24 Hour Fitness USA, Inc. (9899); 24 Hour Fitness Holdings LLC (8902); 24 San Francisco LLC (3542); 24 New York LLC (7033); 24 Denver LLC (6644); RS FIT Holdings LLC (3064); RS FIT CA LLC (7007); and RS FIT NW LLC (9372). The Debtors’ corporate headquarters and service address is 12647 Alcosta Blvd., Suite 500, San Ramon, CA 94583.

3. The deadline to object to final relief requested by the Motion was July 7, 2020 at 4:00 p.m. Eastern Time (the “**Objection Deadline**”). The Objection Deadline was extended to July 10, 2020 at 10:00 a.m. Eastern Time for the United States Trustee (the “**UST**”) and July 10, 2020 at 12:00 p.m. Eastern Time for the Official Committee of Unsecured Creditors.

4. The Debtors received informal comments from the UST.

5. Attached hereto as **Exhibit A** is a proposed form of final order (the “**Proposed Final Order**”).

6. The informal comments have been resolved. The UST has no objection to entry of the Proposed Final Order.

7. Attached hereto as **Exhibit B** is a blackline showing changes to the Proposed Final Order against the proposed final order filed with the Motion.

8. Accordingly, the Debtors request entry of the Proposed Final Order at the Court’s earliest convenience.

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Dated: July 13, 2020
Wilmington, Delaware

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/s/ Peter J. Keane

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